

ITEL
CORPORATION
TRANSPORTATION SERVICES GROUP

RECORDATION NO. 10456-A FILE 1425

JUN 19 1979 - 11 13 AM

INTERSTATE COMMERCE COMMISSION

June 12, 1979

0-176A127

NO. 10456-A

Date JUN 19 1979

Fee \$ 10.00

ICC Washington, D. C.

6/13/79	FILE
HAB	
WJG	
DTH	
RNM	✓
SRM	
MPV	

The Acting Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

Please record, as provided in 49 U.S.C. §11303, the enclosed Amendment dated as of June 7, 1979 amending Section 5 of the Conditional Sale Agreement dated as of May 8, 1979 between the parties set forth below. Six counterpart originals of the document are enclosed with this letter of transmittal, along with a check which includes the \$10 filing fee for this document.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

The names and addresses of the parties to the transaction:

ACF Industries
750 Third Avenue
New York, New York 10017

IteI Corporation
Two Embarcadero Center
San Francisco, California 94111

Description of the equipment:

<u>No. of Units</u>	<u>Road Numbers</u>	<u>Description</u>	<u>A.A.R. Mechanical Designation</u>
250	GBW 7200-7449	50'6", 70-ton Boxcars	XM

The Conditional Sales Agreement dated as of May 8, 1979 was filed with the Interstate Commerce Commission at 1:15 P.M. on June 5, 1979 and assigned recordation number 10456.

Sincerely,

Ruth Meyler
Associate General Counsel

FEE OPERATION BR
I.C.C.

JUN 19 11 10 AM '79

RECEIVED

Enclosure

TWO EMBARCADERO CENTER • SAN FRANCISCO, CALIFORNIA 94111 • (415) 955-0123

SSI RAIL

SSI NAVIGATION

SSI CONTAINER

JUN 19 1979 - 11 15 AM

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT, dated as of June 7, 1979, by and between ACF Industries Inc., a New Jersey corporation (hereinafter called the "Manufacturer"), and Itel Corporation, a Delaware corporation, acting through its Rail Division (hereinafter called the "Vendee").

W I T N E S S E T H :

WHEREAS, the Manufacturer and the Vendee have heretofore entered into a Conditional Sale Agreement (the "Agreement") dated as of May 8, 1979, which was filed with Interstate Commerce Commission on June 6, 1979 at 1:14 P.M. and assigned recordation number 10456;

WHEREAS, the Manufacturer and Vendee desire to amend the Agreement;


NOW, THEREFORE, in consideration of the premises and of the promises of the parties herein contained, the parties agree to delete Section 5 of Schedule A in its entirety and substitute in lieu thereof the following:

"SECTION 5. Markings on Cars:

Stencil in letters at least one inch in height:

"Ownership subject to an agreement filed with the Interstate Commerce Commission."

ATTEST

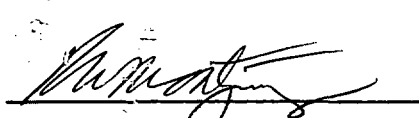

ASSISTANT SECRETARY

ITEL CORPORATION, RAIL LEASE DIVISION

By: 
RICHARD C. KIRCHNER

Date: 6-12-79
Date

ATTEST


ASSISTANT SECRETARY

ACF INDUSTRIES

By:  TREASURER

Date: 6/15/79
Date

SCHEDULE A

SECTION 1. Purchase Agreement:

Vendee's letter of August 23, 1978, Manufacturer's letter of January 30, 1978, LOT NO. 06863.

SECTION 2. Delivery Point:

Either at the Manufacturer's plant or to the railroad line of Vendee's lessee, the Green Bay & Western Railroad Company ("Lessee"), or to such other point as Vendee shall determine.

SECTION 3. Railroad Equipment:

250 50'6", XM, 70-ton boxcars — GBW 7200-7449

SECTION 4. Purchase Price:

The price will not exceed \$43,500.00 per unit nor \$10,875,000.00 for all of the equipment.

SECTION 5. Markings on Cars:

Stencil in letters at least one inch in height: "Ownership subject to an agreement filed with the Interstate Commerce Commission".

STATE OF New York)
)
COUNTY OF New York) SS:

On this 15th date of June 1979, before me personally appeared H. A. BORST, to me personally known, who, being by me duly sworn, says that he is TREASURER of Act Industries, Incorporated that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, by authority of this board of directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notarial Seal

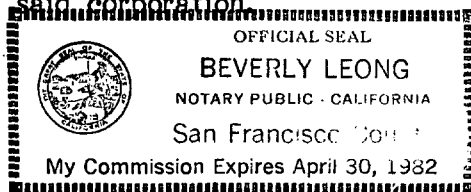
My Commission Expires:

Edwin F. Meyer
Notary Public

EDWIN F. MEYER
NOTARY PUBLIC, State of New York
No. 30-7917803
Qualified in Nassau County
Certificate filed in New York County
Commission Expires March 30, 1980

STATE OF CALIFORNIA)
)
CITY AND COUNTY OF) SS:
SAN FRANCISCO)

On this 12th day of June 1979, before me personally appeared Richard C. Kirchner, to me personally known, who, being, by me duly sworn, says that he is President of ITEL Corporation, Lease Division, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of this board of directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notarial Seal

My Commission expires:

Beverly Leong
Notary Public

JUN 19 1979 - 11 15 AM

INTERSTATE COMMERCE COMMISSION
THIS AMENDMENT, dated as of June 7, 1979, by and between ACF Industries Inc., a New Jersey corporation (hereinafter called the "Manufacturer"), and Itel Corporation, a Delaware corporation, acting through its Rail Division (hereinafter called the "Vendee").

W I T N E S S E T H :

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WHEREAS, the Manufacturer and Vendee desire to amend the Agreement;

NOW, THEREFORE, in consideration of the premises and of the promises of the parties herein contained, the parties agree to delete Section 5 of Schedule A in its entirety and substitute in lieu thereof the following:

"SECTION 5. Markings on Cars:

Stencil in letters at least one inch in height:

"Ownership subject to an agreement filed with the Interstate Commerce Commission."

ATTEST


ASSISTANT SECRETARY

ITEL CORPORATION, RAIL LEASE DIVISION

By: 
RICHARD C. KIRCHNER

Date: 6-12-79
Date

ATTEST


ASSISTANT SECRETARY

ACF INDUSTRIES

By:  TREASURER

Date: 6/15/79
Date

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STATE OF New York
COUNTY OF New York

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) SS:

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Edwin F. Meyer
Notary Public

Notarial Seal

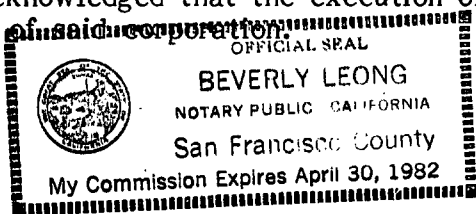
My Commission Expires:

EDWIN F. MEYER
NOTARY PUBLIC, State of New York
No. 30-7917803
Qualified in Nassau County
Certificate filed in New York County
Commission Expires March 30, 1980

STATE OF CALIFORNIA
CITY AND COUNTY OF
SAN FRANCISCO

)
)
) SS:

On this 20 day of June 1979, before me personally appeared Richard C. Kirchner, to me personally known, who, being, by me duly sworn, says that he is President of Itel Corporation, Lease Division, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of this board of directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Beverly Leong
Notary Public

Notarial Seal

My Commission expires: